

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: : Chapter 7
SUNTECH POWER HOLDINGS CO., LTD. : Case No. 13-13350 (SMB)
Alleged Debtor. :
X

**DECLARATION OF KIM LIOU IN SUPPORT OF SUNTECH HOLDINGS CO., LTD.'S
MOTION TO DISMISS THE INVOLUNTARY CHAPTER 7 PETITION**

Pursuant to 28 U.S.C. § 1746, Kim Liou declares as follows:

1. I am the General Counsel of Suntech Power Holdings Co., Ltd. ("Suntech"). I have held this position since May 2009 and have been employed by Suntech since February 2008.
2. I submit this Declaration in support of Suntech's Motion to Dismiss the Involuntary Chapter 7 Petition.
3. I have knowledge of the facts set forth in this Declaration based on my role as General Counsel of Suntech, discussions with other officers, employees or directors of Suntech with relevant knowledge of the subject matter discussed herein, information supplied to me by professionals and consultants retained by Suntech, review of books and records of Suntech, and my experience with respect to Suntech's financial condition and related business issues. If called upon to testify, I would testify competently regarding the facts set forth herein.
4. Suntech is a holding company for various direct and indirect subsidiaries located around the world. In the United States, Suntech has four subsidiaries, none of which are incorporated in New York.

5. Suntech has no employees or operations in the Southern District of New York. Based on my inquiries and analyses described above, Suntech also does not have any bank accounts or other significant assets in the Southern District of New York.

6. On November 5, 2013 a Winding Up Petition and a Summons for the appointment of provisional liquidators were filed in the Grand Court of the Cayman Islands, Financial Services Division with respect to Suntech. I am generally familiar with the Winding Up Petition and the documents related thereto. A copy of the Winding Up Petition appears as Exhibit A to my declaration. In connection with the Winding Up Petition, Christopher Michael Nacson, a Thailand-based member of Suntech's board of directors, submitted an affidavit that discusses the financial conditions and restructuring efforts of Suntech and its affiliates. Mr. Nacson's affidavit appears as Exhibit B to my declaration, and may provide helpful background to the Court.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: November 5, 2013
San Francisco, California



Kim Liou